

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Illinois Power Generating Company</u>	
2. All other names debtor used in the last 8 years	<u>Ameren Energy Generating Company</u>	
	<u></u>	
	<u></u>	
	<u></u>	
Include any assumed names, trade names, and <i>doing business as</i> names		
3. Debtor's federal Employer Identification Number (EIN)	<u>3 7 - 1 3 9 5 5 8 6</u>	
4. Debtor's address	Principal place of business <u>601 Travis Street, Suite 1400</u> Number Street <u></u> <u>Houston TX 77002</u> City State ZIP Code <u>Harris</u> County	Mailing address, if different from principal place of business <u></u> Number Street <u></u> <u></u> City State ZIP Code Location of principal assets, if different from principal place of business <u></u> Number Street <u></u> City State ZIP Code
5. Debtor's website (URL)	<u>www.dynegy.com</u>	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: <u></u>	

Debtor Illinois Power Generating Company
Name

Case number (if known) _____

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2 2 1 1

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check one:**

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 on a consolidated basis (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☒ A plan is being filed with this petition.
☒ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☒ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No
☐ Yes.

District _____ When _____ Case number _____
 MM / DD / YYYY
 District _____ When _____ Case number _____
 MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
☐ Yes.

Debtor _____ Relationship _____
 District _____ When _____
 MM / DD / YYYY
 Case number, if known _____

List all cases. If more than 1, attach a separate list.

Debtor Illinois Power Generating Company
Name

Case number (if known) _____

11. Why is the case filed in *this* district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? *(Check all that apply.)*

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property? _____

Number Street

City

State

ZIP Code

Is the property insured?

- ☐ No.
- ☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor Illinois Power Generating Company
Name

Case number (if known) _____

16. Estimated liabilities

- | | | |
|--|--|---|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input checked="" type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/09/2016
MM / DD / YYYY

x

Jeff Hunter
Signature of authorized representative of debtor

Jeff Hunter
Printed name

Title Chief Restructuring Officer

18. Signature of attorney

x

Timothy A. Davidson II
Signature of attorney for debtor

Date 12/09/2016
MM / DD / YYYY

Timothy A. ("Tad") Davidson II
Printed Name

Andrews Kurth Kenyon LLP
Firm name

600 Travis Street, Suite 4200
Number Street

Houston
City

TX 77002
State Zip Code

(713) 220-4200
Contact phone

taddavidson@andrewskurth.com
Email address

240112503
Bar number

TX
State

Official Form 201A (12/15)

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

[Caption as in Form 416B]

Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 333-56594.

2. The following financial data is the latest available information and refers to the debtor's condition on 11/30/2016.

a. Total assets	\$ <u>450,140,000</u>	
b. Total debts (including debts listed in 2.c., below)	\$ <u>970,413,000</u>	
c. Debt securities held by more than 500 holders		Approximate number of holders:
secured <input type="checkbox"/> unsecured <input checked="" type="checkbox"/> subordinated <input type="checkbox"/> \$ <u>825,000,000 (Principal amount)</u>		<u>Unknown</u>
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/> \$ _____		_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/> \$ _____		_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/> \$ _____		_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/> \$ _____		_____
d. Number of shares of preferred stock		<u>N/A</u>
e. Number of shares common stock		<u>2,000</u>

Comments, if any: _____

3. Brief description of debtor's business: Power generation.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

Illinois Power Resources, LLC; IPH, LLC; IPH II, LLC; Dynegey Inc.

Resolution 2016-18 of the Board of Directors of Illinois Power Generating Company

WHEREAS, the Board of Directors (the “**Board**”) of Illinois Power Generating Company (the “**Company**”) has reviewed and analyzed the materials presented by management and the Company’s outside financial and legal advisors regarding the financial condition, capital structure, liquidity position, business model and projections, short-term and long-term prospects of the Company, the restructuring and other strategic alternatives available to the Company, and the impact of the foregoing on the Company’s business;

WHEREAS, the Board previously authorized and approved the Restructuring Support Agreement (including the exhibits and schedules thereto, the “**Restructuring Support Agreement**”) among the Company, Dynegy Inc. (“**Dynegy**”), certain of their affiliates, and certain holders of the Company’s Senior Unsecured Notes due 2018, 2020 and 2032 (collectively, the “**Notes**”);

WHEREAS, the Restructuring Support Agreement contemplated the solicitation of votes (the “**Plan Solicitation**”) from holders of Notes to accept or reject a plan of reorganization for the Company (such plan of reorganization, including the exhibits and schedules thereto, the “**Plan**”);

WHEREAS, in light of the terms of the Restructuring Support Agreement, and based on the results of the Plan Solicitation, the Board has determined that it is desirable and in the best interests of the Company, its creditors and the sole stockholder of the Company that the Company file a voluntary petition for relief under the provisions of Chapter 11 of Title 11 of the United States Code (the “**Bankruptcy Code**”).

Voluntary Petitions Under the Provisions of Chapter 11 of the Bankruptcy Code

IT IS RESOLVED, that the Company is hereby authorized and directed to file or cause to be filed a voluntary petition for relief under the provisions of Chapter 11 of the Bankruptcy Code (the bankruptcy case commenced by such petition, the “**Chapter 11 Case**”);

FURTHER RESOLVED, that the officers of the Company be, and each of them acting alone hereby is (each, an “**Authorized Officer**” and collectively, the “**Authorized Officers**”) authorized and directed to execute and verify said petition of the Company in the name of the Company under Chapter 11 of the Bankruptcy Code and to cause the same to be filed with the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”), in such form and at such time as the Authorized Officer executing said petition shall determine;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed to execute and file, or cause to be filed (or direct others to do so on their behalf as provided herein) with the Bankruptcy Court, on behalf of the Company, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other necessary papers or

documents, including any amendments thereto, and, in connection therewith, to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action that they deem necessary or proper to obtain such Chapter 11 bankruptcy relief, and to take any necessary steps to coordinate the Chapter 11 Case contemplated by the Company under the Bankruptcy Code.

Retention of Professionals

IT IS RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the law firm of Latham & Watkins LLP, as co-general bankruptcy counsel, to represent and advise the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings, in connection with the Chapter 11 Case, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Latham & Watkins LLP;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the law firm of Andrews Kurth Kenyon LLP, as co-general bankruptcy counsel, to represent and advise the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Andrews Kurth Kenyon LLP;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Ducera Partners LLC, as financial advisor, to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Ducera Partners LLC;

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Epiq Bankruptcy Solutions, LLC, as claims, noticing, soliciting and balloting agent, to assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Epiq Bankruptcy Solutions, LLC; and

FURTHER RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ any other professionals necessary to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the Chapter 11 Case and cause to be filed appropriate applications with the Bankruptcy Court for authority to retain the services of any other professionals, as necessary.

General

FURTHER RESOLVED, that each Authorized Officer is severally authorized, empowered, and directed to cause the Company to pay any and all fees, costs, and expenses related to the consummation of the transactions contemplated by the foregoing resolutions that any of such Authorized Officers determines to be necessary or appropriate in order to effectuate the general intent of the foregoing resolutions, the payment of such fees, costs, and expenses being conclusive evidence of such authority;

FURTHER RESOLVED, that each of the Authorized Officers is severally authorized, empowered, and directed to execute and deliver any and all documents and instruments deemed necessary or appropriate by such Authorized Officer, and to take any and all such further action which such Authorized Officer determines to be necessary or appropriate in order to effectuate the general intent of the foregoing resolutions, the signature of any such Authorized Officer being conclusive evidence of such authority;

FURTHER RESOLVED, that each of the Authorized Officers is severally authorized, empowered, and directed to certify as to all matters pertaining to the acts, transactions, or agreements contemplated in any of the foregoing resolutions;

FURTHER RESOLVED, that whenever it is provided in these resolutions that an Authorized Officer may take any action or execute any document as such Authorized Officer may deem to be necessary or proper, the taking of such action or the execution of such document by any such Authorized Officer shall be conclusive evidence that such Authorized Officer deems such action or the execution and delivery of such document to be necessary or proper; and

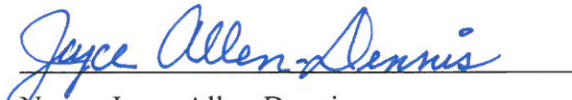
FURTHER RESOLVED, that any action heretofore taken by any officer of the Company in furtherance of these resolutions is affirmed and ratified in all respects.

[Signature Page Follows]

CERTIFICATION

I HEREBY CERTIFY that the foregoing is a true and correct copy of resolutions presented to and adopted by the Board of Directors at a meeting duly called and held on the 9th day of December, 2016, at which a quorum was present and voted, and that such resolutions are duly recorded in the minute book of this corporation.

By: Illinois Power Generating Company



Name: Joyce Allen-Dennis

Title: Assistant Secretary

DATED: December 9, 2016

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Case No. 16-_____
	§	
ILLINOIS POWER GENERATING	§	Chapter 11
COMPANY,	§	
	§	
Debtor. ¹	§	
	§	

CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the above-captioned debtor's equity interests:

Shareholder	Approximate Percentage of Shares Held
Illinois Power Resources, LLC	100%

¹ The Debtor in this Chapter 11 case is Illinois Power Generating Company and the last four digits of its federal tax identification number are 5586. The location of the Debtor's corporate headquarters and the Debtor's service address is: 601 Travis Street, Suite 1400, Houston, Texas 77002.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<p>In re:</p> <p>ILLINOIS POWER GENERATING COMPANY,</p> <p style="text-align: right;">Debtor.¹</p>	§ § § § § § § §	Case No. 16-_____ Chapter 11
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LIST OF EQUITY SECURITY HOLDERS

Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(3), the following lists the above-captioned debtor's equity security holders as of the date hereof and shows the number and kind of interests registered in the name of each holder, and the last known address or place of business of each holder:

Equity Holder	Address	Ownership
Illinois Power Resources, LLC	600 Travis Street Suite 1400 Houston, Texas 77002	100%

¹ The Debtor in this Chapter 11 case is Illinois Power Generating Company and the last four digits of its federal tax identification number are 5586. The location of the Debtor's corporate headquarters and the Debtor's service address is: 601 Travis Street, Suite 1400, Houston, Texas 77002.

Fill in this information to Identify the case:

Debtor Name: Illinois Power Generating Company

United States Bankruptcy Court for the: District of Southern District of Texas

Case Number (If known):

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 THE BANK OF NEW YORK MELLON ATTN: ALEX CHANG 101 BARCLAY ST - 8W NEW YORK, NY 10286 USA	PHONE: 212-815-4869 FAX: 732-667.9384 ALEX.CHANG@BNYMELLON.COM	UNSECURED NOTES	U	\$831,610,833.33		\$831,610,833.33
2 ADVATECH ATTENTION: MR. GREG SMITH 10975 BENSON DRIVE SUITE 100 OVERLAND PARK, KS 66210 USA	PHONE: 913-242-3393 FAX: 913-242-3401 WMGOLDLAW@AOL.COM	TRADE DEBT	UD	\$80,730,566.00		\$80,730,566.00
3 GS RC COFFEEN LLC 200 WEST ST NEW YORK, NY 10282	FAX: 303-923-2180 gfeeder@tinuumgroup.com	TRADE DEBT		\$5,669,942.34		\$5,669,942.34
4 BNSF RAILWAY COMPANY 2650 LOU MENK DRIVE FORT WORTH, TX 76131 USA	PHONE: 817-352-4178 FAX: 817-352-7939 Larry.Meyne@bnsf.com	TRADE DEBT		\$4,774,853.78		\$4,774,853.78
5 PEABODY 7100 EAGLE CREST BLVD STE 300 EVANSVILLE, IN 47715	FAX: 812-434-8500 salesaccounting@peabodyenrgy.com	TRADE DEBT		\$2,382,314.15		\$2,382,314.15
6 NEWTON RC LLC 6725 NORTH 500TH STREET NEWTON, IL 62448	FAX: 734-302-8243 caroline.drews@tteenergy.com	TRADE DEBT		\$2,256,085.24		\$2,256,085.24
7 UNION PACIFIC 455 NORTH CITY FRONT PLAZA DR CHICAGO, IL 60611	FAX: 402-544-5000 upmaterialinvoices@up.com	TRADE DEBT		\$1,676,735.20		\$1,676,735.20
8 ARCH COAL INC CITYPLACE ONE SUITE 300 ST. LOUIS, MO 63141 USA	PHONE: 314-994-2843 FAX: 314-994-2719 bvarner@archcoal.com	TRADE DEBT		\$1,330,955.47		\$1,330,955.47

Debtor: Illinois Power Generating Company

Case Number (if known):

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	SCHECK MECHANICAL CORPORATION ATTN: ERIC ESTES ONE EAST OAK HILL DRIVE SUITE 100 WESTMONT, IL 60559 USA	PHONE: 920-759-2600 FAX: 708-215-8459 Eestes@goscheck.com	TRADE DEBT		\$646,281.63		\$646,281.63
10	THE INDIANA RAIL ROAD COMPANY 8888 KEYSTONE CROSSING SUITE 1600 INDIANAPOLIS, IN 46240 USA	PHONE: 317-616-3459 FAX: 317-844-5401 JENNY.VANVALER@INRD.COM	TRADE DEBT		\$576,190.87		\$576,190.87
11	CLOUD PEAK ENERGY RESOURCES LLC 505 SOUTH GILLETTE AVE BUILDING 4 GILLETTE, WY 82717 USA	PHONE: 303-713-5600 FAX: 720-566-3099 bill.wallace@cldpk.com	TRADE DEBT		\$383,625.68		\$383,625.68
12	TRONOX SPECIALTY ALKALI CORPORATION ATTN: MICHAEL BRUBAKER 1735 MARKET STREET PHILADELPHIA, PA 19103 USA	PHONE: 215-845-4512 FAX: 215-857-5730 donna.burkhardt@tronox.com	TRADE DEBT		\$318,393.27		\$318,393.27
13	CONTURA COAL SALES LLC 340 MARTIN LUTHER KING BLVD PO BOX 848 BRISTOL, TN 37620 USA	PHONE: 423-573-0300 FAX: 276-628-3116 allen.childress@conturaenergy.com	TRADE DEBT		\$192,884.15		\$192,884.15
14	NOL TEC SYSTEMS INC ATTN: KAREN SURENKO 425 APOLLO DRIVE LINO LAKES, MN 55014 USA	PHONE: 651-237-7962 FAX: 651-780-4400 JIMANDERSON@NOL-TEC.COM	TRADE DEBT		\$140,000.00		\$140,000.00
15	TEAM INDUSTRIAL SERVICES INC 500 BROADWAY STREET SOUTH ROXANA, IL 62087 USA	PHONE: 618-251-4125 FAX: 618-251-4148 Mike.Krusz@Teaminc.com, jon.houser@teaminc.com	TRADE DEBT		\$134,460.00		\$134,460.00
16	CF INDUSTRIES SALES LLC 4 PARKWAY NORTH SUITE 400 DEERFIELD, IL 60015 USA	PHONE: 847-405-2500 FAX: 712-294-1116 bkoschak@cfindustries.com.	TRADE DEBT		\$98,095.88		\$98,095.88
17	MOON FABRICATING CORPORATION PO BOX 567 KOKOMO, IN 46903-0567 USA	PHONE: 765-452-6090 KKERRICK@MOONTANKS.COM	TRADE DEBT		\$93,415.06		\$93,415.06
18	TURBINE PROS LLC 14510 NORTHDAL BOULEVARD SUITE 100 ROGERS, MN 55374 USA	PHONE: 612-279-8145 FAX: 763-428-1147 apinvoices@turbinepros.com	TRADE DEBT		\$86,429.37		\$86,429.37
19	KM PLANT SERVICES INC 3601 SOLUTIONS CENTER CHICAGO, IL 60677-3006 USA	PHONE: 219-933-1100 FAX: 219-924-5982 LizBeison@k2industrial.com	TRADE DEBT		\$81,919.39		\$81,919.39
20	NOKOMIS QUARRY COMPANY PO BOX 90 NOKOMIS, IL 62075 USA	PHONE: 217-563-2011 FAX: 217-563-2017 debbier@consolidated.net	TRADE DEBT		\$81,671.95		\$81,671.95

Fill in this information to identify the case and this filing:Debtor Name Illinois Power Generating Company

United States Bankruptcy Court for the Southern District of Texas

Case number (if known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership, or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/09/2016
MM/DD/YYYY

X


Signature of individual on behalf of debtor

Jeff Hunter

Printed name

Chief Restructuring Officer

Position or relationship to debtor